

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re :  
: **Chapter 11**  
SEARS HOLDINGS CORPORATION, *et al.*, :  
: **Case No. 18-23538 (RDD)**  
: **(Jointly Administered)**  
Debtors.<sup>1</sup> :  
-----X

**AFFIDAVIT OF SERVICE**

I, Joudeleen C. Frans, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On December 26, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served (1) by the method set forth on the Master Service List attached hereto as **Exhibit A**; (2) by the method set forth on the Bank Service List attached hereto as **Exhibit B**; and (3) via Email on the Union Service List attached hereto as **Exhibit C**:

- Final Order Authorizing Debtors to (I) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (II) Implement Ordinary Course Changes to Cash Management System, (III) Continue Intercompany Transactions, and (IV) Provide Administrative Expense Priority for Postpetition Intercompany Claims and Granting Related Relief [Docket No. 1394]

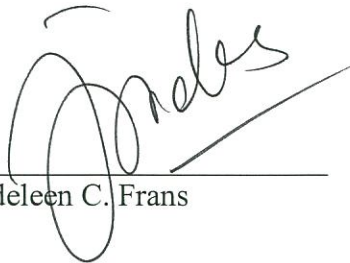
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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

On December 26, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Ordinary Course Professionals Service List attached hereto as **Exhibit D**:

- Affidavit and Disclosure Statement of Kathy Johnson, on Behalf of Brown & James, P.C. [Docket No. 1413]
- Affidavit and Disclosure Statement of Chris Trivisonno, on Behalf of Lenczner Slaght Royce Smith Griffin LLP [Docket No. 1414]
- Affidavit and Disclosure Statement of George P. Apostolides, on Behalf of Saul Ewing Arnstein & Lehr LLP [Docket No. 1415]

Dated: December 31, 2018

  
Joudeleen C. Frans

State of New York  
County of New York

Subscribed and sworn to (or affirmed) before me on December 31, 2018, by Joudeleen C. Frans, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

JESSICA G. BERMAN  
NOTARY PUBLIC, STATE OF NEW YORK  
No. 02BE6333194  
Qualified in Nassau County  
Commission Expires 11/16/2019

**Exhibit A**

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Exhibit A  
Master Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Proposed Counsel to Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner One Bryant Park New York NY 10036	idizengoff@akingump.com pdublin@akingump.com aqureshi@akingump.com sbrauner@akingump.com	Email
Attorneys for Aldine Independent School District	Aldine Independent School District	Attn: Pamela H. Walters, Johnetta Lang 2520 W.W. Thorne Drive Houston TX 77073	bnkatty@aldineisd.org	Email
As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon FKA the Bank of New York	Aldridge Pite, LLP	Attn: Jenelle C. Arnold 4375 Jutland Drive, Suite 200 P.O. Box 17933 San Diego CA 92177-0933	jarnold@aldridgepite.com	Email
Counsel to Twentieth Century Fox Home Entertainment LLC	Alston & Bird LLP	Attn: James J. Vincequerra 90 Park Avenue New York NY 10016-1387	James.Vincequerra@alston.com	Email
Counsel to Twentieth Century Fox Home Entertainment LLC	Alston & Bird LLP	Attn: Leib M. Lerner 333 South Hope Street 16th Floor Los Angeles CA 90071	leib.lerner@alston.com	Email
Counsel to Sayville Menlo, LLC	Ansell Grimm & Aaron, P.C.	Attn: Anthony J. D'Artiglio, Esq. 365 Rifle Camp Road Woodland Park NJ 07424	ajd@ansellgrimm.com	Email
Counsel to the Local Texas Tax Authorities	Ansell Grimm & Aaron, P.C.	Attn: Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Woodland Park NJ 07424	ajd@ansellgrimm.com	Email
Counsel to Community Unit School District 300	Archer & Greiner, P.C.	Attn: Allen G. Kadish, Lance A. Schildkraut 630 Third Avenue New York NY 10017	akadish@archerlaw.com lschildkraut@archerlaw.com	Email
Counsel to Rare Hospitality Management, LLC, Rare Hospitality International, Inc., Cheddars Casual Café, Inc., and Darden Restaurants, Inc.	Arent Fox LLP	Attn: Andrew I. Silfen, Beth Brownstein 1301 Avenue of the Americas Floor 42 New York NY 10019	andrew.silfen@arentfox.com beth.brownstein@arentfox.com	Email
Counsel for AT&T and Turner Broadcasting Sales, Inc.	Arnold & Porter Kaye Scholer LLP	Attn: Brian J. Lohan, Esq., Ginger Clements, Esq. 70 West Madison Street Suite 4200 Chicago IL 60602	brian.lohan@arnoldporter.com ginger.clements@arnoldporter.com	Email
Counsel to Shinn Fu Company of America, Inc.	Ashford – Schael LLC	Attn: Courtney A. Schael, Esq. 100 Quimby Street Suite 1 Westfield NJ 07090	CSchael@AshfordNJLaw.com	Email
Counsel to City Choice Limited	ASK LLP	Attn: Edward E. Neiger, Jennifer A. Christian 151 West 46th Street 4th Floor New York NY 10036	eneiger@askllp.com jchristian@askllp.com	Email
Counsel for AT&T and Turner Broadcasting Sales, Inc.	AT&T Services Legal Department	Attn: James W. Grudus, Esq. One AT&T Way Room 3A115 Bedminster NJ 07921	jg5786@att.com	Email
Interested Party	Austin Enterprises, LP.	Attn: Magdalena Cuellar 5108 E. Clinton Way Ste. 109 Fresno CA 93727	mcuellar45@austinenterpriseslp.com	Email
Counsel to American Greetings Corporation	Baker & Hostetler LLP	Attn: Eric R. Goodman Key Tower 127 Public Square, Suite 2000 Cleveland OH 44114	egoodman@bakerlaw.com	Email
Counsel to American Greetings Corporation	Baker & Hostetler LLP	Attn: Ferve Khan 45 Rockefeller Plaza New York NY 10111	fkhan@bakerlaw.com	Email
Counsel to Brixmor Property Group, Inc. and Federal Realty Investment Trust	Ballard Spahr LLP	Attn: David L. Pollack 52nd Floor - Mellon Bank Center 1735 Market Street Philadelphia PA 19103	pollack@ballardspahr.com	Email
Counsel to The Macerich Company, Starwood Retail Partners, LLC, Acadia Realty Limited Partnership, C.E. John Company, Inc., Centennial Real Estate Co., CenterCal Properties, LLC, GS Pacific ER, LLC, PGIM Real Estate, Vintage Real Estate, LLC, WBCMT 2007-C33 Independence Center, LLC, and White Plains Galleria Limited Partnership	Ballard Spahr LLP	Attn: Dustin P. Branch 2029 Century Park East Suite 800 Los Angeles CA 90067-2909	branchd@ballardspahr.com	Email

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Exhibit A  
Master Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Federal Realty Investment Trust, Acadia Realty Limited Partnership, PGIM Real Estate, Pacific Retail Group, WBCMT 2007-C33 Independence Center LLC, Starwood Retail Partners LLC, Kravco Company, Brixmor Property Group, Inc., Centennial Real Estate Co., CenterCal Properties, LLC, C. E. Johns Company, Inc., GEM Realty Capital, Inc., GS Pacific ER, LLC, The Macerich Company, Vintage Real Estate, LLC, and White Plains Galleria Limited Partnership	Ballard Spahr LLP	Attn: Leslie C. Heilman, Matthew G. Summers 919 N. Market Street 11th Floor Wilmington DE 19801	heilmanl@ballardspahr.com summersm@ballardspahr.com	Email
Counsel to C.J. Segerstrom & Sons, S-Tract LLC and FBA Holdings, Inc.	Ballard Spahr LLP	Attn: Paul E. Harner, Alyssa E. Kutner 1675 Broadway 19th Floor New York NY 10019-5820	harnerp@ballardspahr.com kutnera@ballardspahr.com	Email
Counsel to Aviation Mall NewCo, LLC, Holyoke Mall Company, L.P., JPMG Manassas Mall Owner LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C., S&R Company of West Seneca NewCo, LLC, Washington Commons NewCo LLC, and DGI LS, LLC, Light 125 James West LLC, Shilington Plaza LLC	Barclay Damon LLP	Attn: Kevin M. Newman Barclay Damon Tower 125 East Jefferson Street Syracuse NY 13202	knewman@barclaydamon.com	Email
Counsel to Retail Opportunity Investments Corp.	Bayard, P.A.	Attn: Evan T. Miller 600 N. King Street Suite 400 Wilmington DE 19801	emiller@bayardlaw.com	Email
Counsel to BICO Associates GP	Beard & Savory, PLLC	Attn: Russell W. Savory 119 South Main Street Suite 500 Memphis TN 38103	russ@bsavory.com	Email
Counsel to M&G Jewelers, Inc.	Bell Nunnally & Martin LLP	Attn: Russell W. Mills, R. Kent Love 2323 Ross Avenue Suite 1900 Dallas TX 75201	rmills@bellnunnally.com klove@bellnunnally.com	Email
Counsel to PREP Hanover Real Estate LLC	Benesch, Friedlander, Coplan & Aronoff LLP	Attn: Michael J. Barrie, Kevin M. Capuzzi 222 Delaware Avenue Suite 801 Wilmington DE 19801	mbarrie@beneschlaw.com kcapuzzi@beneschlaw.com	Email
Counsel to MIDAMCO, an Ohio Limited Partnership	Benesch, Friedlander, Coplan & Aronoff LLP	Attn: William E. Schonberg, Esq. 200 Public Square Suite 2300 Cleveland OH 44114	wschonberg@beneschlaw.com	Email
Counsel to salesforce.com, Inc., Oath (Americas) Inc.	Bialson, Bergen & Schwab	Attn: Lawrence M. Schwab, Thomas M. Gaa 633 Menlo Ave. Suite 100 Menlo Park CA 94025	Tgaa@bbslaw.com	Email
Counsel to Wilshire Investments, LLC (formerly known as Wilshire Business Center, a California General Partnership)	Binder & Malter LLP	Attn: Michael W. Malter, Julie H. Rome-Banks 2775 Park Avenue Santa Clara CA 95050	michael@binderalter.com julie@binderalter.com	Email
Counsel to Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Attn: Jeffrey Rhodes 1825 Eye Street NW Washington DC 20006	JRhodes@BlankRome.com	Email
Counsel to Hansae Co. Ltd., Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Attn: Stanley B. Tarr, Evan J. Zucker The Chrysler Building 405 Lexington Avenue New York NY 10174	Tarr@BlankRome.com EZucker@BlankRome.com	Email
Counsel to Sub-Zero Group, Inc., Sub-Zero Group West Inc., Sub-Zero Group Southwest LLC, Sub-Zero Group Southeast, Inc., Kenney Manufacturing Company	Borges & Associates, LLC	Attn: Wanda Borges, Esq., Sue L. Chin, Esq. 575 Underhill Blvd. Suite 118 Syosset NY 11791	bankruptcy@borgeslawllc.com wborges@borgeslawllc.com schin@borgeslawllc.com	Email
Counsel to iStar Jewelry LLC	Brach Eichler LLC	Attn: Anthony M. Rainone 101 Eisenhower Parkway Roseland NJ 07068-1067	arainone@bracheichler.com	Email
Counsel to Brookfield Property REIT Inc., as Agent	Brookfield Property REIT Inc.	Attn: Kristen N. Pate 350 N. Orleans St. Suite 300 Chicago IL 60654-1607		First Class Mail

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Exhibit A  
Master Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to SAP Industries, Inc., SAP America, Inc., Sybase, Inc., Ariba, Inc., and Concur Technologies, Inc.	Brown & Connery, LLP	Attn: Julie F. Montgomery, Esq. 6 North Broad Street Suite 100 Woodbury NJ 08096	jmontgomery@brownconnery.com	Email
Counsel to The Realty Associates Fund X, L.P.	Buchalter, A Professional Corporation	Attn: Paul M. Weister 16435 North Scottsdale Road Suite 440 Scottsdale AZ 85254-1754	pweiser@buchalter.com	Email
Counsel to Oracle America, Inc.	Buchalter, A Professional Corporation	Attn: Shawn M. Christianson 55 Second Street 17th Floor San Francisco CA 94105-3493	schristianson@buchalter.com	Email
Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc.	Buchanan Ingersoll & Rooney PC	Attn: Christopher P. Schueller 640 5th Avenue 9th Floor New York NY 10019	christopher.schueller@bipc.com	Email
Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc.	Buchanan Ingersoll & Rooney PC	Attn: Christopher P. Schueller, Terry A. Shulsky, Tyler S. Dischinger One Oxford Centre 301 Grant Street, 20th Floor Pittsburgh PA 15219-1410	terry.shulsky@bipc.com tyler.dischinger@bipc.com	Email
Counsel to Argonaut Insurance Company	Cadwalader, Wickersham & Taft LLP	Attn: Eric G. Waxman III, Anthony De Leo 200 Liberty St. New York NY 10281	Eric.Waxman@cwt.com Anthony.Deleo@cwt.com	Email
Counsel to the Marion Plaza, Inc. dba Eastwood Mall, Governor's Square Company dba Governor's Square Mall, Huntington Mall Company dba Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania Mall Company dba Spotsylvania Towne Centre and Howland Commons, LLC dba Howland Commons	Cafaro Management Company	Attn: Richard T. Davis 5577 Youngstown-Warren Rd. Niles OH 44446	rdavis@cafaro.com	Email
Counsel to SHLD Lendco, LLC	Cahill Gordon & Reindel LLP	Attn: Joel H. Levitin, Richard A. Stieglitz Jr. Eighty Pine Street New York NY 10005	jlevitin@cahill.com rstieglitz@cahill.com	Email
Counsel to 14 Oaks Associates, LLC	Carmody MacDonald P.C.	Attn: Sarah J. Klebolt, Esq. 120 South Central Avenue Ste. 1800 St. Louis MO 63105	sjk@carmodymacdonald.com	Email
Local Counsel to BH North American Corporation	Carter Conboy Case Blackmore Maloney & Laird, P.C.	Attn: Michael J. Catalfimo, Esq., John R. Canney, IV, Esq. 20 Corporate Woods Blvd. Suite 500 Albany NY 12211	mcatalfimo@carterconboy.com	Email
Counsel to the Bank of New York Mellon Trust Company and the Chase Manhattan Bank, N.A., Successor Trustees for the SRAC Unsecured PIK Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	Attn: James Gadsden, Esq. 2 Wall Street New York NY 10005	gadsden@clm.com bankruptcy@clm.com Dennis.roemlein@bnymellon.com	First Class Mail and Email
Counsel to ZG Apparel Group LLC, Studio 1 Div. of Shazdeh Fashions and The Libman Company	Certilman Balin Adler & Hyman, LLP	Attn: Richard J. McCord, Esq., Robert D. Nosek, Esq. 90 Merrick Avenue East Meadow NY 11554	rmccord@certilmanbalin.com rnosek@certilmanbalin.com	Email
United States Bankruptcy Court for the Southern District of New York	Chambers of Honorable Robert D. Drain	Sears Chambers Copy US Bankruptcy Court SDNY 300 Quarropas Street, Room 248 White Plains NY 10601		First Class Mail
Counsel to WSSR, LLC	Chapman and Cutler LLP	Attn: Laura E. Appleby, Steven Wilamowsky 1270 Avenue of the Americas New York NY 10020	appleby@chapman.com wilamowsky@chapman.com	Email
Counsel to Cardinal Health 110, LLC, Cardinal Health 112, LLC, and Cardinal Health PR 120, Inc., subsidiaries and affiliates of Cardinal Health, Inc., an Ohio Corporation, Top 20 Unsecured Creditor	Chiesa Shahanian & Giantomasi PC	Attn: Beth J. Rotenberg, Scott A. Zuber One Boland Drive West Orange NJ 07052	brotenberg@csglaw.com szuber@csglaw.com	Email
Counsel to Wells Fargo Bank, National Association	Choate, Hall & Stewart LLP	Attn: Kevin J. Simard, Jonathan D. Marshall Two International Place Boston MA 02110	ksimard@choate.com jmarshall@choate.com	Email
Counsel to Winiadaewoo Electronics America, Inc.	Choi & Park, LLC	Attn: Hyun Suk Choi, Chull S. Park 11 Broadway Suite 615 New York NY 10004	hchoi@choiandpark.com cpark@choiandpark.com lkleist@choiandpark.com	Email

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Exhibit A  
Master Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to MJ Holding Company, LLC	Chuhak & Tecson, P.C.	Attn: Miriam R. Stein 30 South Wacker Drive Suite 2600 Chicago IL 60606	mstein@chuhak.com	Email
Counsel to Sakar International Inc., Eastern Prime Textiles Limited, Giza Spinning & Weaving Co., and Bradshaw Westwood Trust	CKR Law LLP	Attn: Edward L. Schnitzer, Gilbert R. Saydah Jr. 1330 Avenue of the Americas 14th Floor New York NY 10019	eschnitzer@ckrlaw.com gsaydah@ckrlaw.com	Email
Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc.	Clark Hill Strasburger	Attn: Duane J. Brescia 720 Brazos Suite 700 Austin TX 78701	duane.brescia@clarkhillstrasburger.com	Email
Counsel to Agree Limited Partnership, Lakewood Shopping Center, LLC, Crossroads Centre II, LLC, and Ramco Jackson Crossing SPE	Clark Hill, PLC	Attn: David M. Blau 151 S. Old Woodward Ave. Ste. 200 Birmingham MI 48009	dblau@clarkhill.com	Email
Counsel to JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC and JPP II, LLC)	Cleary, Gottlieb, Steen & Hamilton LLP	Attn: Sean A. O'Neal, James L. Bromley, Andrew Weaver, Rahul Mukhi, Jennifer Kennedy Park One Liberty Plaza New York NY 10006	soneal@cgsh.com jbromley@cgsh.com aweaver@cgsh.com rmukhi@cgsh.com jkpark@cgsh.com	First Class Mail and Email
Counsel to Bonita Casa, LLC	Cohen & Grigsby, P.C.	Attn: William E. Kelleher, Jr., Helen Sara Ward 625 Liberty Avenue Pittsburgh PA 15222-3152	wkelleher@cohenlaw.com hward@cohenlaw.com	Email
Counsel to International Union (UAW), United Steelworkers (USW), and Workers United (WU)	Cohen, Weiss and Simon LLP	Attn: Richard M. Seltzer, Melissa S. Woods 900 Third Avenue 21st Floor New York NY 10022-4869	rseltzer@cwsny.com	Email
Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor	Computershare Trust Company, N.A.	Attn: Michael A. Smith, Vice President – Corporate Trust 2950 Express Drive South, Suite 210 Islandia NY 11749	Michael.smith2@computershare.com	First Class Mail and Email
Counsel to IRC Marketplace at Six Corners, L.L.C. and IRC Park Center Plaza, L.L.C.	Connolly Gallagher LLP	Attn: Karen C. Bifferato, Kelly M. Conlan, N. Christopher Griffiths The Brandywine Building 1000 West Street, Suite 1400 Wilmington DE 19801	kbifferato@connollygallagher.com kconlan@connollygallagher.com cgriffiths@connollygallagher.com	Email
Counsel to Washington Prime Group Inc.	Cooley LLP	Attn: Seth Van Aalten, Sarah Carnes 1114 Avenue of the Americas New York NY 10036	svanaalten@cooley.com scarnes@cooley.com	Email
Counsel to Verizon Capital Corp. and NCC Key Company	Covington & Burling LLP	Attn: Dianne Coffino, R. Alexander Clark The New York Times Building 620 Eighth Avenue New York NY 10018	dcoffino@cov.com aclark@cov.com	Email
Counsel to National Distribution Centers, LLC	Cozen O'Connor	Attn: Marl E. Felger 1201 N. Market Street Suite 1001 Wilmington DE 19801	mfelger@cozen.com	Email
Counsel to Stanley Black & Decker, Inc. and affiliated entities	Cravath, Swaine & Moore LLP	Attn: Paul H. Zumbro Worldwide Plaza 825 Eighth Avenue New York NY 10019	pzumbro@cravath.com	Email
Counsel to 5525 S. Soto St Associates, 5525 S. Soto Street Associates LLC	Dahan & Nowick LLP	Attn: David R. Taxin, Esq. 123 Main Street 9th Floor White Plains NY 10601	davidtaxin@dahannowick.com	Email
Counsel to Electronics for Imaging, Inc.	Davidoff Hatcher & Citron LLP	Attn: David H. Wander, Esq. 605 Third Avenue New York NY 10158	dhw@dhclegal.com	Email
Counsel to Citibank, N.A., as administrative agent under the Stand-Alone L/C Facility	Davis Polk & Wardwell LLP	Attn: Marshall S. Huebner, Esq, Eli J. Vonnegut, Esq. 450 Lexington Avenue New York NY 10017	marshall.huebner@davispolk.com eli.vonnegut@davispolk.com sears.service@davispolk.com	First Class Mail and Email
Counsel to Cascade Investment, L.L.C. and SL Agent, LLC	Debevoise & Plimpton LLP	Attn: Erica S. Weisgerber, My Chi To 919 Third Avenue New York NY 10022	mcto@debevoise.com eweisgerber@debevoise.com	Email
Counsel to Namco USA Inc.	Delbello Donnellan Weingarten Wise & Wiederkehr, LLP	Attn: Julie Cvek Curley, Esq. One North Lexington Avenue 11th Floor White Plains NY 10601	jcurley@ddw-law.com	Email

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Exhibit A  
Master Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
DFS Services, LLC	DFS Services, LLC	Attn: Beth J. Solomon 2500 Lake Cook Road Riverwoods IL 60015	bethsolomon@discover.com	Email
Counsel to Riskonnect, Inc.	Duane Morris LLP	Attn: Lawrence J. Kotler, Wendy M. Simkulak 1540 Broadway New York NY 10036-4086	LJKotler@duanemorris.com WMSimkulak@duanemorris.com	Email
Counsel to the Chubb Companies	Duane Morris LLP	Attn: Wendy M. Simkulak, Esquire & Catherine B. Heitzenrater, Esquire 30 South 17th Street Philadelphia PA 19103	WMSimkulak@duanemorris.com Cheitzenrater@duanemorris.com	Email
Counsel to Prestige Bay Plaza Development Corp.	Eiseman Levine Lehrhaupt & Kakoyiannis, P.C.	Attn: Laurence May, Esq. 805 Third Avenue 10th Floor New York NY 10022	lmay@eisemanlevine.com	Email
Environmental Protection Agency	Environmental Protection Agency	Attn: Matthew Leopold, General Counsel Office of General Counsel 2310A 1200 Pennsylvania Ave NW, 2310A Washington DC 20460	Leopold.matt@Epa.gov	Email
Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc.	Epicor Software Corporation	Attn: Larry Bercovich Senior Legal Counsel 4120 Dublin Blvd., Suite 300 Dublin CA 94568	lbercovich@epicor.com	Email
Counsel to the McClatchy Company and its Affiliates	Felderstein Fitzgerald Willoughby & Pascuzzi LLP	Attn: Paul J. Pascuzzi 400 Capitol Mall Suite 1750 Sacramento CA 95814	ppascuzzi@ffwplaw.com	Email
Counsel to Santa Rosa Mall, LLC	Ferraiuoli LLC	Attn: Gustavo A. Chico-Barris 221 Plaza 221 Ponce de Leon Avenue, 5th Floor San Juan PR 00917	gchico@ferraiuoli.com	Email
Counsel to Clover Technologies Group, LLC	FisherBroyles, LLP	Attn: Mark E. Wilson 203 North LaSalle Street Suite 2100 Chicago IL 60601	mark.wilson@fisherbroyles.com	Email
Counsel to Clover Technologies Group, LLC	FisherBroyles, LLP	Attn: Patricia B. Fugée 27100 Oakmead Drive #306 Perrysburg OH 43553	patricia.fugee@fisherbroyles.com	Email
Counsel to CenterPoint Properties Trust	Foley & Lardner LLP	Attn: Derek L. Wright 90 Park Ave. New York NY 10016	dlwright@foley.com	Email
Counsel to CenterPoint Properties Trust	Foley & Lardner LLP	Attn: Michael Small 321 N. Clark Street Suite 2800 Chicago IL 60654	msmall@foley.com	Email
Counsel for Sherthal, LLC	Fox Rothschild LLP	Attn: Allen J. Guon, Esq. 321 N. Clark Street Suite 800 Chicago IL 60654	aguon@foxrothschild.com	Email
Counsel to Hanesbrands, Inc. and Sherthal, LLC	Fox Rothschild LLP	Attn: Paul J. Labov 101 Park Avenue Suite 1700 New York NY 10017	plabov@foxrothschild.com	Email
Counsel to Hanesbrands, Inc.	Fox Rothschild LLP	Attn: Thomas M. Horan 919 North Market Street Suite 300 Wilmington DE 19899-2323	thoran@foxrothschild.com	Email
Counsel to Capref Burbank, LLC	Fox Rothschild, LLP	Attn: Mark E. Hall, Michael R. Herz 49 Market Street Morristown NJ 07960	mhall@foxrothschild.com mherz@foxrothschild.com	Email
Counsel to The Chamberlain Group, Inc.	Fox Swibel Levin & Carroll LLP	Attn: N. Neville Reid 200 West Madison Street Suite 3000 Chicago IL 60606	nreid@foxswibel.com	Email
Counsel to Bottling Group, LLC and its affiliates and subsidiaries, operating as Pepsi Beverages Company and Frito-Lay North America, Inc.	FrankGecker LLP	Attn: Joseph D. Frank, Jeremy C. Kleinman 325 North LaSalle Street Suite 625 Chicago IL 60654	jfrank@fgllp.com jkleinman@fgllp.com	Email



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Exhibit A  
Master Service List  
Served as set forth below

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Exhibit A  
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Exhibit A  
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Counsel to GACP II, L.P.	Paul Hastings LLP	Attn: Leslie A. Plaskon, Esq., Andrew V. Tenzer, Esq., Shlomo Maza, Esq. 200 Park Avenue New York NY 10166	leslieplaskon@paulhastings.com andrewtenzer@paulhastings.com shlomomaza@paulhastings.com	Email
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Local Counsel for the Certain Texas Taxing Entities	Perdue Brandon Fielder Collins and Mott, LLP	Attn: Eboney Cobb, Esq. 500 East Border Street Suite 640 Arlington TX 76010	ecobb@pbfc.com	Email
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Counsel to Spring Branch Independent School District, et al	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	Attn: Owen M. Sonik 1235 North Loop West	osonik@pbfc.com	Email
Counsel to Norton Mailman Associates	Pick & Zabicki LLP	Attn: Douglas J. Pick 369 Lexington Avenue 12th Floor New York NY 10017	dpick@picklaw.net	Email

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Exhibit A  
Master Service List  
Served as set forth below

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Exhibit A  
Master Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Securities and Exchange Commission - Headquarters	Securities & Exchange Commission	Attn: Secretary of the Treasury 100 F Street, NE Washington DC 20549	secbankruptcy@sec.gov NYROBankruptcy@sec.gov	First Class Mail and Email
Securities and Exchange Commission - Regional Office	Securities & Exchange Commission – NY Office	Attn: Bankruptcy Department Brookfield Place 200 Vesey Street, Suite 400 New York NY 10281-1022	bankruptcynoticeschr@sec.gov	First Class Mail and Email
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Counsel to Wilmington Trust, National Association, as indenture trustee and collateral agent	Seyfarth Shaw LLP	Attn: Edward M. Fox 620 8th Avenue New York NY 10018	emfox@seyfarth.com	Email
Counsel to Oracle Elevator Company	Shapiro, Blasi, Wasserman & Hermann, P.A.	Attn: Richard P. Hermann, Matthew Kish, Jennifer Shafer 7777 Glades Road Suite 400 Boca Raton FL 33434	rhermann@sbwh.law mkish@sbwh.law jshafer@sbwh.law floridaservice@sbwh.law	Email
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Counsel for Pennsee, LLC, Loyal Holdings DE LLC and Westfall Town Center JV	Sirlin Lesser & Benson, P.C.	Attn: Dana S. Plon, Esquire 123 South Broad Street Suite 2100 Philadelphia PA 19109	dplon@sirlinlaw.com	Email

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Exhibit A  
Master Service List  
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Counsel to Paco (China) Garment Ltd.	Smiley Wang-Ekval, LLP	Attn: Lei Lei Wang Ekval, Philip E. Strok 3200 Park Center Drive Suite 250 Costa Mesa CA 92626	pstrok@swelawfirm.com	Email
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Counsel for Izek Shomof and Alene Shomof Irrevocable Children's Trust Dated February 11, 1999, Vegas Group, LLC, and East River Group, LLC	SulmeyerKupetz, A Professional Corporation	Attn: Vivek Suri, Esq. 20 Vesey Street Suite 300 New York NY 10007	dkupetz@sulmeyerlaw.com ckwu@sulmeyerlaw.com	Email
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Successor Trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes	The Bank of New York Mellon Trust Company	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director Office of the General Counsel 1200 K Street, N.W. Washington DC 20005-4026		First Class Mail
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation ("PBG")	The Pension Benefit Guaranty Corporation (PBG)	Attn: Joseph E. Sarachek 101 Park Avenue 27th Floor New York NY 10178	Starr.Judith@pbpc.gov mccarron.william@pbpc.gov efile@pbpc.gov	First Class Mail and Email
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Exhibit A  
Master Service List  
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Indenture trustee for the KCD IP Asset Backed Notes	U.S. Bank National Association	Attn: Jose A Galarza, Vice President, Global Structured Finance 190 S. LaSalle Street, 3rd Floor MS: MK-IL-SL7M Chicago IL 60603	jose.galarza@usbank.com	First Class Mail and Email
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Counsel to Debtors	Weil, Gotshal & Manges LLP	Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A. Fail, Sunny SinghJared R. Friedmann, Jessie B. Mishkin, Esq. 767 Fifth Avenue New York NY 10153	ray.schrock@weil.com garrett.fail@weil.com jacqueline.marcus@weil.com sunny.singh@weil.com Jerileigh.Miller@weil.com jessica.liou@weil.com Paloma.VanGroll@weil.com Jared.Friedmann@weil.com Jessie.Mishkin@weil.com	Email

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Indenture Trustee for the Second Lien Notes	Wilmington Trust, National Association	Attn: Sears Holdings Corp. Administrator Corporate Capital Markets 50 South Sixth Street, Suite 1290 Minneapolis MN 55402		First Class Mail
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**Exhibit B**

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4778120	BancorpSouth Bank	Attn: President or General Counsel	One Mississippi Plaza	201 South Spring Street	Tupelo	MS	38804			First Class Mail
4778121	Bank Leumi	Attn: President or General Counsel	24-32 Yehuda Halevi St.		Tel-Aviv		65546	Israel		First Class Mail
4778122	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28255		judith.c.taylor@baml.com	Email
4778123	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28256		judith.c.taylor@baml.com	Email
4778124	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28257		judith.c.taylor@baml.com	Email
4778125	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28258		judith.c.taylor@baml.com	Email
4778126	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28259		judith.c.taylor@baml.com	Email
4778127	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28260		judith.c.taylor@baml.com	Email
4778128	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28262		judith.c.taylor@baml.com	Email
4778129	Bank of America	Attn: Judy Taylor	150 North College Street, 14th Floor		Charlotte	NC	28263		judith.c.taylor@baml.com	Email
4778130	Bank of China	Attn: President or General Counsel	1 Fuxingmen Nei Dajie		Beijing		100818	China		First Class Mail
4778131	Bank Of Oklahoma	Attn: Paul Johnson	BOK Financial Corp, One Williams Ctr	8-NW	Tulsa	OK	74172		Pjohnson@bokf.com	Email
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4778133	Capital One Bank	Attn: Gina Monette	201 St Charles Ave.	29th Fl	New Orleans	LA	70170		Gina.Monette@capitalone.com	Email
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4778135	Cherokee State Bank	Attn: President or General Counsel	212 W Willow Street		Cherokee	IA	51012			First Class Mail
4778136	Citibank	Attn: President or General Counsel	701 East 60th Street North		Sioux Falls	SD	57104			First Class Mail
4778137	Citizens Bank	Attn: Christine Scott	28 State Street		Boston	MA	02109		Christine.Scott@citizensbank.com	Email
4778138	Citizens National Bank	Attn: President or General Counsel	200 Forks of the River Parkway		Sievernville	TN	37862			First Class Mail
4778139	Commercial International Bank (Egypt) S.A.E.	Attn: President or General Counsel	Nile Tower	21/23 Charles De Gaulle Street	Giza			Egypt		First Class Mail
4778140	Commercial Savings Bank	Attn: President or General Counsel	91 North Clay Street	PO Box 232	Millersburg	OH	44654			First Class Mail
4778141	Community Bank NA	Attn: President or General Counsel	5821 Bridge Street	East Syracuse	Dewitt	NY	13057			First Class Mail
4778142	Community First Bank	Attn: President or General Counsel	129 8th Avenue		Baraboo	WI	53913			First Class Mail
4778143	First and Farmers Bank	Attn: President or General Counsel	224 South Public Square		Columbia	KY	42728			First Class Mail
4778144	First Bank and Trust Company	Attn: President or General Counsel	359 West Main Street		Lebanon	VA	24266			First Class Mail
4778145	First Hawaiian Bank	Attn: Todd Nitta	999 Bishop Street		Honolulu	HI	96813		tnitta@fhb.com	Email
4778146	First Interstate Bank of Billings NA	Attn: President or General Counsel	401 N 31st St		Billings	MT	59101			First Class Mail
4778147	First Interstate Bank of Riverton	Attn: President or General Counsel	323 E Main		Riverton	WY	82501			First Class Mail
4778148	First National Bank	Attn: President or General Counsel	One FNB Boulevard		Hermitage	PA	16148			First Class Mail
4778149	First National Bank in Alamogordo	Attn: President or General Counsel	233 South New York Avenue		Alamogordo	NM	88310			First Class Mail
4778150	First National Bank Oelwein	Attn: President or General Counsel	One West Charles Street		Oelwein	IA	50662			First Class Mail
4778151	First National Bank of Grayson	Attn: President or General Counsel	200 S. Carol Malone Blvd	PO Box 67	Grayson	KY	41143		info@fnbgrayson.com	Email
4778152	First National Bank of Pierre	Attn: President or General Counsel	125 W. Sioux Ave.	PO Box 730	Pierre	SD	57501-0730			First Class Mail
4778153	First Security Bank	Attn: President or General Counsel	314 North Spring Street		Searcy	AR	72143			First Class Mail
4778154	First Security Bank and Trust Company	Attn: President or General Counsel	1541 NE 23rd Street		Oklahoma City	OK	73111		info@fsbokc.com	Email
4778155	First State Bank	Attn: President or General Counsel	708 Azalea Dr	PO Box 506	Waynesboro	MS	39367			First Class Mail
4778156	First Tennessee	Attn: Betsy Melby	165 Madison Avenue	1st Fl	Memphis	TN	38103		BBMelby@firsttennessee.com	Email
4778157	Hilltop National Bank	Attn: President or General Counsel	300 Country Club Road		Casper	WY	82609			First Class Mail
4778158	Houghton State Bank	Attn: President or General Counsel	116 E Coolbaugh Street		Red Oak	IA	51566			First Class Mail
4778181	HSBC	Attn: President or General Counsel	8 Canada Square		London		E14 5HQ	United Kingdom		First Class Mail
4778159	Huntington National Bank	Attn: Tara Aldea	30068 Schoenherr		Warren	MI	48088		Tara.Aldea@huntington.com	Email
4778160	ICBC	Attn: President or General Counsel	No. 55 FuXingMenNei Street	Xicheng District	Beijing		100140	China		First Class Mail
4778161	Independent Bank East Michigan	Attn: President or General Counsel	4200 E. Beltline		Grand Rapids	MI	49525			First Class Mail
4778162	Iowa State Bank	Attn: President or General Counsel	1101 Main Street		Hull	IA	51239			First Class Mail
4778163	Key Bank	Attn: Janice Eva	127 Public Square	OH-01-27-1121	Cleveland	OH	44114		jeva@key.com	Email
4778164	M&T Bank	Attn: President or General Counsel	One M&T Headquarters		Buffalo	NY	14203			First Class Mail
4778165	National Bank and Trust Company of Norwich	Attn: President or General Counsel	502 South Broad Street		Norwich	NY	13815			First Class Mail
4778166	Old National Bank	Attn: President or General Counsel	100 N Main Street		Evansville	IN	47711			First Class Mail
4778167	PNC Bank	Attn: Michael Byrne	1900 East 9th Street		Cleveland	OH	44114		Michael.Byrne@pnc.com	Email
4778168	Premierbank	Attn: President or General Counsel	2883 Fifth Avenue		Huntington	WV	25702			First Class Mail
4778169	Regions Bank	Attn: Lou Alexander	250 Park Avenue		New York	NY	10177		Louis.Alexander@regions.com	Email
4778170	Shenzhen Development Bank Co Ltd	Attn: President or General Counsel	Building No. 5	Shennan East Road	Shenzhen		518001	China		First Class Mail
4778171	Standard Bank Ltd. Mauritius	Attn: President or General Counsel	Level 9, Tower A	1 CyberCity	Ebene			Mauritius	clientservices@standardbank.mu	Email
4778172	Standard Chartered Bank	Attn: President or General Counsel	1 Basinghall Avenue		London		EC2V SDD	United Kingdom		First Class Mail
4778173	Union Bank	Attn: Rachel Bartha	227 W Monroe Street	Suite 1550	Chicago	IL	60606		Rachel.Bartha@unionbank.com, rbartha@us.mufg.jp, Frederic.Vagnini@unionbank.com, EJean-Claude@us.mufg.jp, wfairclough@us.mufg.jp	Email
4778174	United Missouri Bank	Attn: Blake Smith	1010 Grand Blvd	MS 1020310	Kansas City	MO	64106		Blake.Smith@UMB.com	Email
4778175	US Bank	Attn: Genie McGuire							Genie.McGuire@usbank.com	Email
4778176	Wells Fargo Bank	Attn: John Runger	10 S Wacker Street	Floor 22	Chicago	IL	60606-7453		John.Runger@wellsfargo.com	Email
4778177	Wesbanco Bank	Attn: President or General Counsel	One Bank Plaza		Wheeling	WV	26003			First Class Mail
4778178	Western State Bank	Attn: President or General Counsel	110 4th St. SE	PO Box 610	Devils Lake	ND	58301			First Class Mail
4778179	Woori Bank	Attn: President or General Counsel	51 Sogong-ro	Jung-gu	Seoul		100-792	Korea		First Class Mail
4778180	Zions National Bank	Attn: President or General Counsel	One South Main Street		Salt Lake City	UT	84133			First Class Mail

**Exhibit C**

## Exhibit C

Union Service List

Served via Email

MMLID	NAME	ADDRESS 1	EMAIL
4778422	Workers United SEIU Local 512	Attn: Evelyn Zepeda	ezepeda@wsrjb.org
4778423	Workers United SEIU Local 196	Attn: Tanita Williams	tanitawilliams40@yahoo.com
4778424	IBT 174	Attn: Pete Lamb	PLamb@teamsters174.org
4778438	Steelworkers Local 5852-28	Attn: Rick Benson	rbenson@usw.org
4778439	Teamsters Local 688	Attn: Chris Tongay	ctongay@688online.com
4778440	IBEW Local 8	Attn: Eric Grossweiler	egross@ibew8.org
4778425	IBT 150	Attn: Marty Crandall	mwcibt150@gmail.com
4778426	UAW 1112	Attn: Ben Strickland	bstrickland@uaw.net
4778427	UAW 8275	Attn: Kieran Martin	mkieran7@gmail.com
4778428	Teamsters 705	Attn: Joe Bakes	jbakes@l705ibt.org
4778429	Teamsters 243	Attn: Cinci	cinci@teamsters243.org
4778430	UFCW Local 881	Attn: Jeffrey Collier	Jeffreycollier@local881ufcw.org
4778431	IBT Local 348	Attn: Gerard Colant	gerardcolant@sbcglobal.net
4778432	UFCW Local 880	Attn: Michael Martino	mmartino@ufcwlocal880.com
4778433	UFCW Local 881	Attn: Jeffrey Collier Paul Schaefer	Jeffreycollier@local881ufcw.org, PaulSchaefer@Local881UFCW.org
4778434	IUOE Local 399	Attn: Mike Materson	mmasterson@iuoe399.com
4778435	IUOE Local 70	Attn: Drew Brodeen	d.brodeen@iuoe70.org
4778436	Teamsters Local 243	Attn: Jim (Cinci) Cianciola	cinci@teamsters243.org
4778437	Teamsters Local 107	Attn: Shawn Dougherty	sdougherty@teamsters107.com



**Exhibit D**

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## Exhibit D

Ordinary Course Professionals Service List  
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Proposed Counsel to Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner One Bryant Park New York NY 10036	idizengoff@akingump.com pdublin@akingump.com aqureshi@akingump.com sbrauner@akingump.com	Email
United States Bankruptcy Court for the Southern District of New York	Chambers of Honorable Robert D. Drain	Sears Chambers Copy US Bankruptcy Court SDNY 300 Quarropas Street, Room 248 White Plains NY 10601		First Class Mail
United States Trustee Southern District of New York	Office of The United States Trustee for Region 2	Attn: Paul Schwartzberg, Richard Morrissey 201 Varick St. Ste. 1006 New York NY 10014	richard.morrissey@usdoj.gov paul.schwartzberg@usdoj.gov	First Class Mail and Email
Counsel to Bank of America, N.A., administrative agent under the First Lien Credit Facility and the DIP ABL Agent	Skadden, Arps, Slate, Meagher & Flom LLP	Attn: Paul Leake, Esq., Shana Elberg, Esq., and George R. Howard, Esq. 4 Times Square New York NY 10036	Paul.Leake@skadden.com Shana.Elberg@skadden.com George.Howard@skadden.com	Email